

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION**

**ZELMA M. LOEB-DEFEVER and
LOEB ARCHITECTS LLC,**

Plaintiffs,

v.

**STRATEGIC CONSTRUCTION, LTD.
d//b/a FCI MULTI-FAMILY; ET AL.**

Defendants.

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Civil Action No. 4:19-cv-00578-ALM

DECLARATION OF TIMOTHY G. DIXON

BEFORE ME, the undersigned notary public, on this date personally appeared Timothy G. Dixon who, being duly sworn, deposed and said:

1. I am over the age of 18 years old and have never been convicted of a felony or crime involving moral turpitude. At the time of the events, I was the owner of Sovereign Builders Group, Ltd. d/b/a FCI Multi-Family Builders ("Sovereign"), Chief Executive Officer and President of Applied Architectural Products, Inc. ("Applied Architectural"), and member of FCI Multi-Family Holdings, LLC ("FCI Holdings"). As such, I am familiar with the project subject of this lawsuit including, but not limited to, Sovereign's, Applied Architectural's, FCI Holdings' and my personal involvement in the Woodhaven Village project located at 2275 Riverway Drive, Conroe, Texas 77304 (the "Project").

2. I am submitting this Declaration in support of Defendants' Motion to Dismiss for Improper Venue or, in the Alternative, Motion to Transfer, and the statements contained therein related to the Construction Defendants, as defined below, are within my personal knowledge and are true and correct.

3. The “Construction Defendants” refers to (1) myself; (2) Strategic Construction, Ltd. d/b/a FCI Multi-Family (“Strategic”); (3) Partin Investments, LLC (“Partin Investments”); (4) W&P I Holdings, Inc. (“W&P”); (5) Sovereign; (6) Applied Architectural; (7) Robert Partin; (8) FCI Multi-Family GP, LLC; and (9) FCI Holdings.

4. I obtained the map of the counties encompassed within the Eastern District of Texas attached hereto as Exhibit A from the Court’s website, <http://www.txcd.uscourts.gov/court-locator>. Based on this map, I do not reside nor have I ever resided in the Eastern District of Texas.

5. I reside at 103 Wilchester Blvd, Houston, TX 77079 and work in Houston, Texas. I have resided at 103 Wilchester Blvd. for the past 20 years, and in the Houston, Texas area for 59 years. My residence at 103 Wilchester Blvd. is my primary residence, and I do not maintain a residence in the Eastern District of Texas. Traveling to the Eastern District of Texas for trial in this matter would impose a tremendous burden on me and my family.

6. Plaintiffs’ Complaint contains no factual allegations about me other than that I was the Chief Executive Officer and President of Applied Architectural, member of FCI Holdings, and registered agent of Sovereign.

7. Applied Architectural had its principal office in this state located at 1825 Upland, Houston, Texas 77043. I am Applied Architectural’s registered agent, and the registered address is 1825 Upland, Houston, Texas 77043. Applied Architectural has held its principal office in Houston, Texas since its inception and for more than twenty-seven (27) years. Applied Architectural has never held a principal office outside of Houston, Texas, or in the Eastern District of Texas. Plaintiffs’ Complaint contains no factual allegations concerning Applied Architectural other than that it is a corporate organized under the laws of the State of Texas and is a general partner of

Sovereign. Applied Architectural does not own or lease any property in the Eastern District of Texas or maintain a bank account in any bank located in the Eastern District.

8. Sovereign has its principal office in this state located at 1825 Upland, Houston, Texas 77043. I am the registered agent for Sovereign, and the registered address is 1825 Upland, Houston, Texas 77043. Sovereign has held its principal office in Houston, Texas since its inception and for more than twenty-two (22) years. Sovereign has never held a principal office outside of Houston, Texas, or in the Eastern District of Texas. Sovereign does not own or lease any property in the Eastern District of Texas or maintain a bank account in any bank located in the Eastern District.

9. In the Complaint, Plaintiffs Zelma M. Loeb-Defever ("Loeb") and Loeb Architects, LLC ("Loeb Architects") (collectively "Plaintiffs") allege that on December 5, 2013, Sovereign filed an application for a building permit with the City of Conroe, which identified "FCI Multi-Family Builders" as the contractor. Any acts taken with respect to filing the application for a building permit with the City of Conroe, including the filing of the permit itself, did not take place in the Eastern District of Texas.

10. FCI Holdings has its principal office in this state located at 9821 Katy Freeway, Suite 675, Houston, Texas 77024. FCI Holdings' registered agent is Robert Partin, 9821 Katy Freeway, Suite 475, Houston, Texas 77024. FCI Holdings has held its principal office in Houston, Texas since its inception and for more than seven (7) years. FCI Holdings has never held a principal office outside of Houston, Texas, or in the Eastern District of Texas. I was the initial manager and am a member of FCI Holdings. FCI Holdings is also a member of defendant Texas Senior Living Operator, LLC. Plaintiffs' Complaint contains no factual allegations concerning FCI Holdings other than that FCI Holdings owns an interest in FCI GP, that it is a member of defendant Texas

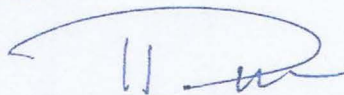
Senior Living Operator, LLC, that Robert Partin was the initial manager and a member of FCI Holdings, and that I am a member of FCI Holdings. Plaintiffs' Complaint further notes that according to Strategic Constructions' website, in 2013 "FCI Multi-Family was established as a D/B/A of Strategic Construction, an entity wholly owned and controlled by Robert Partin." FCI Holdings does not own or lease any property in the Eastern District of Texas or maintain a bank account in any bank located in the Eastern District.

11. In sum, I do not reside in the Eastern District of Texas, and Sovereign, Applied Architectural, and FCI Holdings do not reside in the Eastern District of Texas as none of these entities maintain their principal place of business in the Eastern District of Texas.

12. None of the activity related to the construction of the Project took place in the Eastern District of Texas, and Plaintiffs' Complaint does not allege that any of the underlying acts or omissions occurred in the Eastern District of Texas. Further, I am not aware of any person who resides in the Eastern District of Texas who has any knowledge regarding the allegations made in Plaintiffs' Complaint.

13. Documentation and files related to the Project are located in Sovereign's, Applied Architectural's, and FCI Holdings' respective offices in Houston, Texas. All witnesses associated with these entities are located in the Houston area.

AFFIANT SAYS NOTHING FUTHER.

A handwritten signature in blue ink, appearing to read "Timothy G. Dixon", is written over a horizontal line.

Timothy G. Dixon

SUBSCRIBED and SWORN to before me, the undersigned authority, on this 18th day of September, 2019.

Charla Faith Ellis-Edgley
NOTARY PUBLIC IN AND FOR THE
STATE OF TEXAS

